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COMPANIES FORM No. 395

Particulars of a charge

Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

34

395

To the Registrar of Companies
(Address overleaf - Note 5)

For official use

Company number

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53100

Name of company

* SWINDON TOWN FOOTBALL COMPANY LIMITED

Please complete
legibly, preferably
in black type, or
bold block lettering

* insert full name
of company

Date of creation of the charge

26 January 1996

Description of the instrument (if any) creating or evidencing the charge (note 2)

LEGAL MORTGAGE

Amount secured by the charge

Loan Facility in an aggregate amount of
£2,000,000 granted to the Company

Names and addresses of the chargees or persons entitled to the charge

Lady Gillian Wills, Eastridge House, Ramsbury, Wiltshire

Postcode

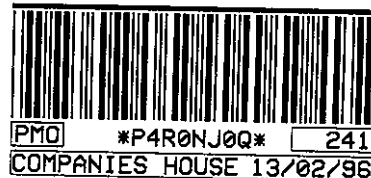
SN8 2HJ

Presentor's name address and
reference (if any):

Messrs Clark Holt
Commercial Solicitors
1 Sanford Street
Swindon
Wilts
SN1 1QQ

For official Use
Mortgage Section

Post room



Time critical reference

Short particulars of all the property charged

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, or
bold block lettering

All net sums receivable by the Borrower in connection with the transfer of any of the professional footballers under contract with the Borrower at the date hereof to another club or the transfer or other dealing with the contracts with such professional footballers and all net sums receivable by the Borrower under any personal accident insurance policy in relation to such professional footballers after deducting in all of the foregoing cases any VAT or like taxes or duties included in such sums and all amounts properly payable to third parties in respect of such transfer or other dealing.

Particulars as to commission allowance or discount (note 3)

n/a

Signed



Date

9th February 1996

On behalf of [company] ~~charges~~

S.J. JONES - COMPANY SECRETARY.

† delete as
appropriate

Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 The address of the Registrar of Companies is:-
Companies House, Crown Way, Cardiff CF4 3UZ

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 00053100

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL MORTGAGE DATED THE 26th JANUARY 1996 AND CREATED BY SWINDON TOWN FOOTBALL COMPANY LIMITED FOR SECURING £2,000,000 LOAN FACILITY DUE FROM THE COMPANY TO LADY GILLIAN WILLS WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 13th FEBRUARY 1996.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 15th FEBRUARY 1996.

M. RYAN DAB.

for the Registrar of Companies



C O M P A N I E S H O U S E

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